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Counsel to the Debtors and
 Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT
 FOR THE EASTERN DISTRICT OF VIRGINIA
 RICHMOND DIVISION

- - - - - x
 In re: : Chapter 11
 :
 CIRCUIT CITY STORES, INC., : Case No. 08-35653 (KRH)
et al., :
 :
 Debtors. : Jointly Administered
 - - - - - x

**SECOND SUPPLEMENTAL ORDER ON DEBTORS' NINETEENTH
 OMNIBUS OBJECTION TO CLAIMS (RECLASSIFICATION OF
 CERTAIN MISCLASSIFIED CLAIMS TO GENERAL UNSECURED,
 NON-PRIORITY CLAIMS**

THIS MATTER having come before the Court on the
 Debtors' Nineteenth Omnibus Objection to Claims
 (Reclassification of Certain Misclassified Claims to General
 Unsecured, Non-priority Claims) (the "Objection"); and it
 appearing that due and proper notice and service of the

Objection as set forth therein was good and sufficient and that no other further notice or service of the Objection need be given; and it further appearing that certain claimants filed responses to the Objection; and the Court having entered the Order on Debtors' Nineteenth Omnibus Objection to Claims (Reclassification of Certain Misclassified Claims to General Unsecured, Non-priority Claims) (Docket No. 4449) (the "Initial Order"), and the Supplemental Order on Debtors' Nineteenth Omnibus Objection to Claims (Reclassification of Certain Misclassified Claims to General Unsecured, Non-priority Claims) (Docket No. 4784) (the "Supplemental Order"); and it appearing that the relief requested on the Objection is in the best interest of the Debtors, their estates and creditors and other parties-in-interest; and after due deliberation thereon good and sufficient cause exists for the granting of the relief as set forth herein,

IT IS HEREBY ORDERED ADJUDGED AND DECREED THAT:

1. Notwithstanding the Initial Order and the Supplemental Order, the claims identified on Exhibit A attached hereto and incorporated herein are reclassified for all purposes in these bankruptcy cases as set forth on Exhibit A; provided, further, that the Debtors' rights and

abilities to object to the claims on Exhibit A on any available grounds and bases applicable law permits are hereby preserved in their entirety and nothing herein shall be construed or deemed to limit or impair such rights and abilities.

2. Notwithstanding the Initial Order and the Supplemental Order, the Objection is withdrawn without prejudice as to the claims identified on Exhibit B (as attached hereto and incorporated herein); provided, further, that the Debtors' rights and abilities to object to the claims on Exhibit B on any available grounds and bases applicable law permits are hereby preserved in their entirety and nothing herein shall be construed or deemed to limit or impair such rights and abilities.

3. The Debtors' rights to object to any claim, including (without limitation) the Claims, on any grounds that applicable law permits are not waived and are expressly reserved.

4. This Court shall retain jurisdiction with respect to all matters arising from or related to this Order.

5. The Debtors shall serve a copy of this Order on the claimants included on the exhibits to this Order on or before five (5) business days from the entry of this Order.

Dated: Richmond, Virginia
_____, 2010

HONORABLE KEVIN R. HUENNEKENS
UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

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/s/ Douglas M. Foley
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Counsel to the Debtors and Debtors in Possession

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Douglas M. Foley
Douglas M. Foley

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EXHIBIT A

CLAIM TO BE MODIFIED	CLAIM AS DOCKETED*	CLAIM AS MODIFIED
<p>Claim: 8047 Date Filed: 01/29/2009 Docketed Total: \$45,375.00 Filing Creditor Name and Address: ESTATE OF JOSEPH Y EINBINDER AKA EINBINDER PROPERTIES LLC ESTATE OF JOSEPH Y EINBINDER 3602 GARDENVIEW RD BALTIMORE, MD 21208</p>	<p>Claim Holder Name and Address Case Number: 08-35653 Docketed Total: \$45,375.00 ESTATE OF JOSEPH Y EINBINDER AKA EINBINDER PROPERTIES LLC ESTATE OF JOSEPH Y EINBINDER 3602 GARDENVIEW RD BALTIMORE, MD 21208 503(b)(9) Reclamation Admin Secured Priority Unsecured \$45,375.00</p>	<p>Case Number: 08-35653 Modified Total: \$45,375.00 503(b)(9) Reclamation Admin Secured Priority Unsecured \$45,375.00</p>
<p>Claim: 3995 Date Filed: 01/16/2009 Docketed Total: \$250,000.00 Filing Creditor Name and Address: GIBSON, THOMAS 66 ATHENS ST SAN FRANCISCO, CA 94112</p>	<p>Claim Holder Name and Address Case Number: 08-35653 Docketed Total: \$250,000.00 GIBSON, THOMAS 66 ATHENS ST SAN FRANCISCO, CA 94112 503(b)(9) Reclamation Admin Secured Priority Unsecured \$250,000.00</p>	<p>Case Number: 08-35653 Modified Total: \$250,000.00 503(b)(9) Reclamation Admin Secured Priority Unsecured \$250,000.00</p>
<p>Claim: 8828 Date Filed: 01/30/2009 Docketed Total: \$3,189.74 Filing Creditor Name and Address: STEELE, PHILLIP LEE 1208 DAWKINS ST UNIT B DURHAM, NC 27707-2314</p>	<p>Claim Holder Name and Address Case Number: 08-35653 Docketed Total: \$3,189.74 STEELE, PHILLIP LEE 1208 DAWKINS ST UNIT B DURHAM, NC 27707-2314 503(b)(9) Reclamation Admin Secured Priority Unsecured \$3,189.74</p>	<p>Case Number: 08-35653 Modified Total: \$3,189.74 503(b)(9) Reclamation Admin Secured Priority Unsecured \$3,189.74</p>
<p>Claim: 5079 Date Filed: 01/21/2009 Docketed Total: \$35,107.00 Filing Creditor Name and Address: THE PARKES COMPANIES INC SMITH CASHION & ORR PLC 231 THIRD AVE N NASHVILLE, TN 37201</p>	<p>Claim Holder Name and Address Case Number: 08-35653 Docketed Total: \$35,107.00 THE PARKES COMPANIES INC SMITH CASHION & ORR PLC 231 THIRD AVE N NASHVILLE, TN 37201 503(b)(9) Reclamation Admin Secured Priority Unsecured \$35,107.00</p>	<p>Case Number: 08-35653 Modified Total: \$35,107.00 503(b)(9) Reclamation Admin Secured Priority Unsecured \$35,107.00</p>

* "UNL" denotes an unliquidated claim.

EXHIBIT A

CLAIM TO BE MODIFIED	CLAIM AS DOCKETED*	CLAIM AS MODIFIED
Claim: 5300 Date Filed: 01/26/2009 Docketed Total: \$27,498.74 Filing Creditor Name and Address: WALTER E HARTMAN & SALLY J HARTMAN AS TRUSTEES OF THE HARTMAN 1995 OHIO PROPERTY PO BOX 3416 VENTURA, CA 93006	Claim Holder Name and Address WALTER E HARTMAN & SALLY J HARTMAN AS TRUSTEES OF THE HARTMAN 1995 OHIO PROPERTY PO BOX 3416 VENTURA, CA 93006 <u>503(b)(9)</u> <u>Reclamation</u> <u>Admin</u> <u>Secured</u> <u>Priority</u> <u>Unsecured</u> \$27,498.74	Case Number: 08-35653 Modified Total: \$27,498.74 <u>503(b)(9)</u> <u>Reclamation</u> <u>Admin</u> <u>Secured</u> <u>Priority</u> <u>Unsecured</u> \$27,498.74
		Total Claims To Be Modified: 5 Total Amount As Docketed: \$361,170.48 Total Amount As Modified: \$361,170.48

* "UNL" denotes an unliquidated claim.

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT *	DATE FILED	DOCKETED DEBTOR
DISH IT UP INC 3361 FAULKNER BLVD BRUNSWICK, OH 44212	8264	Secured: Priority: \$4,430.00 Administrative 503(b)(9): Unsecured: Reclamation: Total: \$4,430.00	01/30/2009	CIRCUIT CITY STORES, INC. (08-35653)
THE LANDING AT ARBOR PLACE II LLC C O SCOTT M SHAW HUSCH BLACKWELL SANDERS LLP 2030 HAMILTON PL BLVD STE 150 CHATTANOOGA, TN 37421	11814	Secured: Priority: Administrative \$1,815.46 503(b)(9): Unsecured: Reclamation: Total: \$1,815.46	03/20/2009	CIRCUIT CITY STORES, INC. (08-35653)

Total: 2 \$6,245.46

* "UNL" denotes an unliquidated claim.